

**AMENDMENT TO
AMENDED AND RESTATED
MARINE TERMINAL SERVICES AGREEMENT
PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS
and
MAERSK LINE A/S**

This Amendment to the Amended and Restated Marine Terminal Service Agreement (this "*Amendment*") is made and entered into effective January 11, 2019 (the "*Effective Date*") by and between the Port of Houston Authority of Harris County, Texas, a political subdivision of the State of Texas, located at 111 East Loop North, Houston, Texas 77029 ("*Port Houston*") and Maersk Line A/S ("*Maersk*"), with reference to the following:

- A. Effective June 11, 2015 Port Houston and Maersk Agency USA, Inc. as Agent for Maersk entered into that certain 10-year Marine Terminal Services Agreement, FMC File No. 201229 (the "*MTSA*"), which sets forth certain discounted rates and charges applicable to Maersk container vessels calling at Port Houston's Barbours Cut and Bayport Container Terminals in the Port of Houston.
- B. Effective April 16, 2018, the Port Authority and Maersk entered into that certain Amended and Restated Marine Terminal Services Agreement (the "*Amended MTSA*," and, together with the MTSA, the "*Agreement*"), which amends the MTSA to clarify the name of the Carrier party to the agreement and to add newly acquired common carrier steamship lines, Hamburg Südamerikanische Dampfschiffahrts-Gesellschaft KG and Aliança Navegação e Logística Ltda., to the MTSA.
- C. Port Houston adjusts its Tariff and marine terminal services agreement rates annually each year by the Consumer Price Index ("*CPI*") published rate. Due to the timing of the Port Authority's budget cycle, the month of July would serve as a more efficient month for the evaluation of the increase verses the month October. Port Houston desires, and Maersk agrees, to amend the CPI publication date used for determining annual rate adjustments under the Agreement.
- D. Port Houston and Maersk now desire to amend the Agreement, effective on the Effective Date, as herein set forth below.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Port Houston and Maersk hereby agree as follows:

- 1. Except as provided herein, all definitions set forth in this Amendment shall have the same meanings as set forth in the original Agreement.
- 2. In Subsection c. i. of Section 3 (Throughput and Empty Handling Charges) on Page 3 of the Agreement, the word "October" shall be deleted in its entirety and replaced with the word "July", so that the Subsection now reads:

i. Notwithstanding any Base Rate published by PHA in its Tariffs, the Base Rate applicable to Carrier shall be adjusted annually throughout the Term of this Agreement as described in this paragraph. Commencing on January 1, 2016 and continuing on January 1st of each year thereafter during the Term (the "Adjustment Date[s]"), the annual Base Rate shall be adjusted to an amount equal to the product of (a) the Base Rate for the calendar year immediately preceding the Adjustment Date ("Base Rate Year") multiplied by (b) a fraction the numerator of which is the CPI (as defined below) published for the month of July preceding the applicable Adjustment Date (the "Adjustment Index Date") and the denominator of which shall be the CPI in effect for the month of July of the Base Rate Year immediately preceding the Adjustment Index Date, provided that in no event shall the Base Rate be decreased. If an adjustment of the Base Rate results in a decrease of the Base Rate, the Base Rate in effect immediately prior to the Adjustment Date shall remain in effect until the next Adjustment Date.

3. Except as expressly amended by this Amendment, the Agreement is hereby reaffirmed and shall remain in full force and effect.

[SIGNATURE PAGE FOLLOWS]

Amendment to Amended and Restated
Marine Terminal Services Agreement

Port of Houston Authority of Harris County, Texas
and Maersk Line A/S
201229

PORT HOUSTON:

PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS

By: 

Jeff Davis, Chief Port Operations Officer

Date: 2-5-19

Authorized by PHA Minute No. 2019-0129-30

APPROVED AS TO FORM:



Chasless Yancy, Assistant General Counsel

MAERSK:

MAERSK AGENCY U.S.A., INC., as agent for
MAERSK LINE A/S

By: 

Name: Jonathan Sinton

Title: VP Procurement

Date: February 4th 2019